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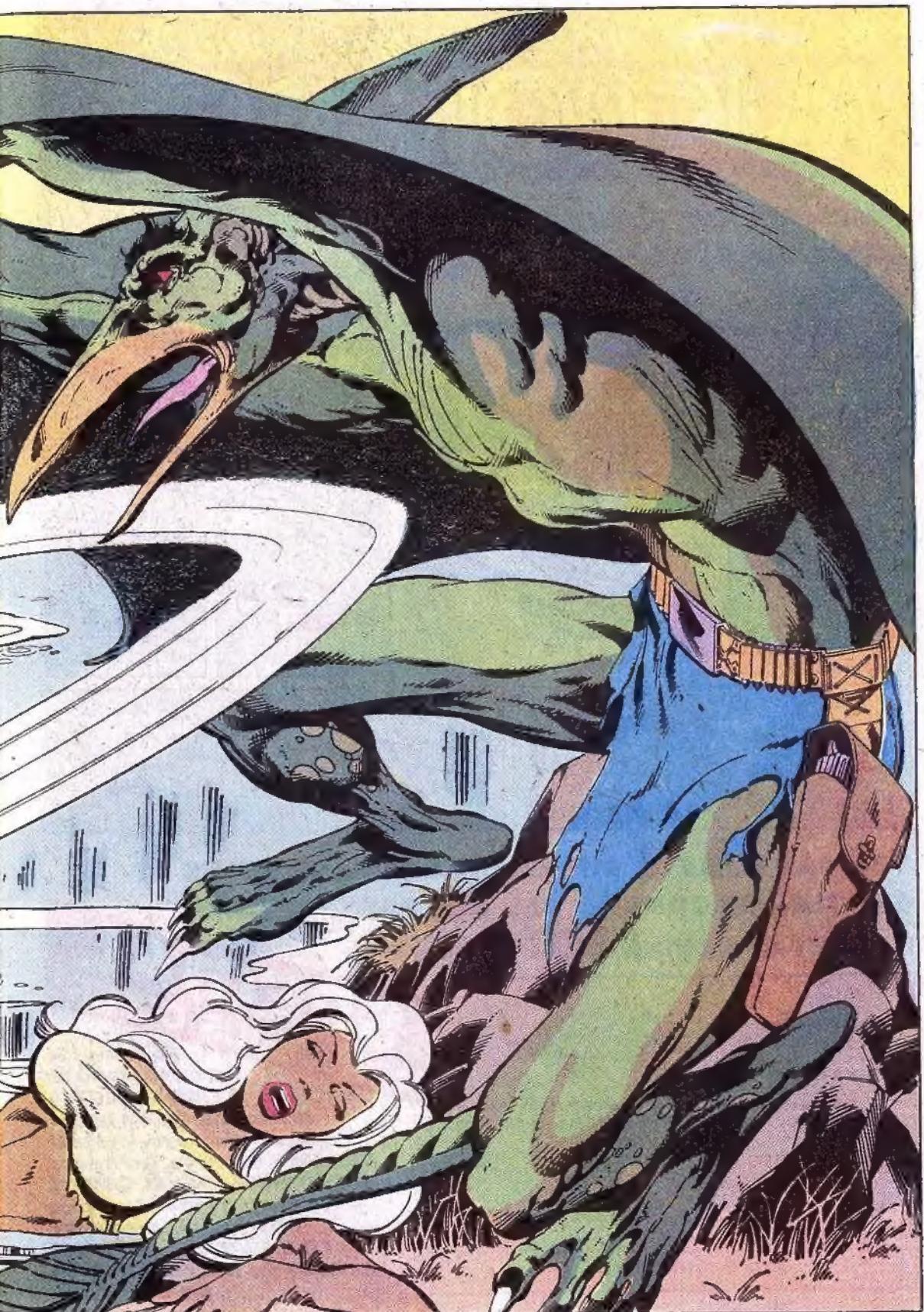
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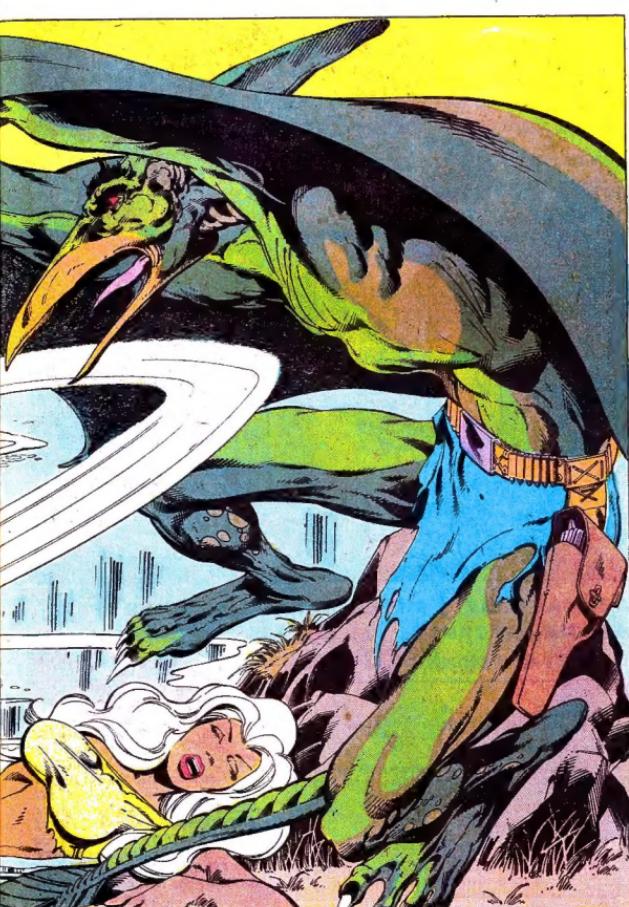
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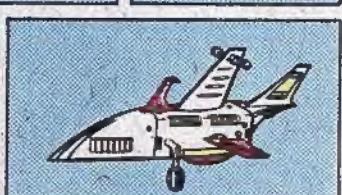
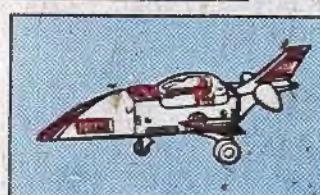
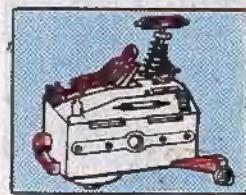
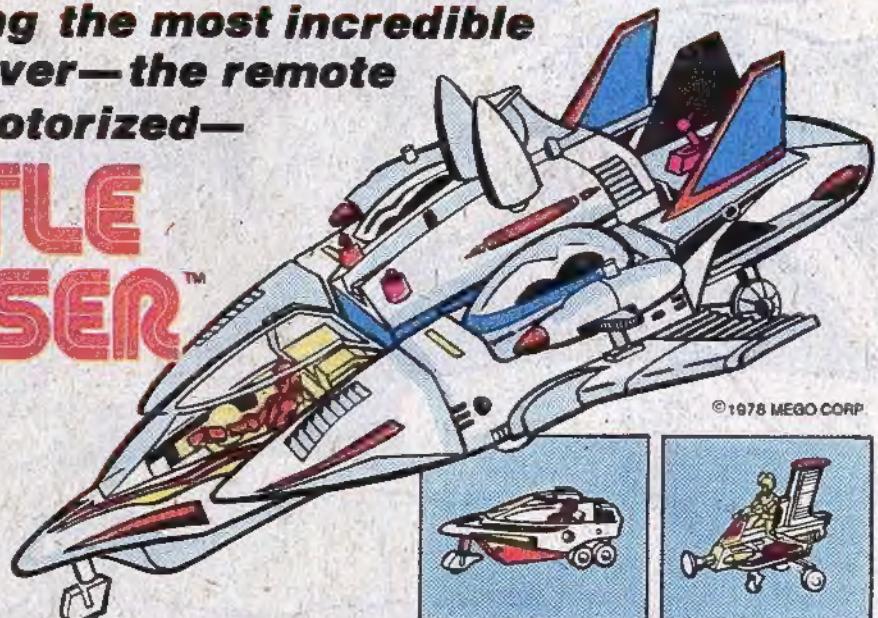




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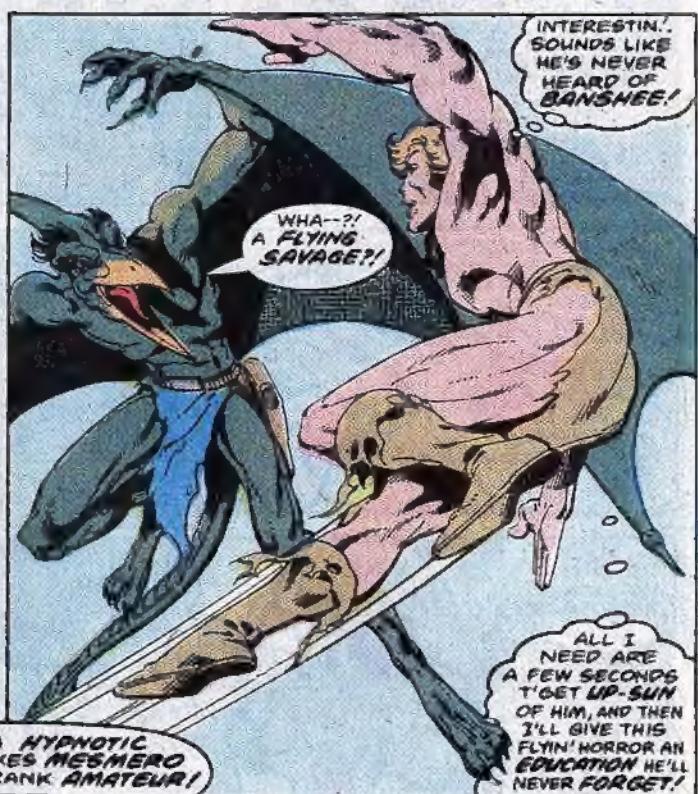
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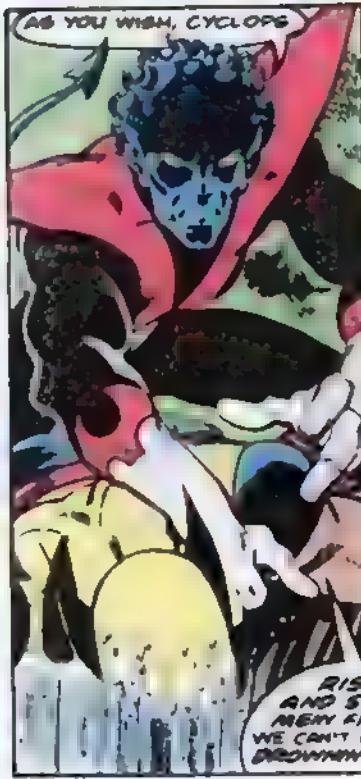
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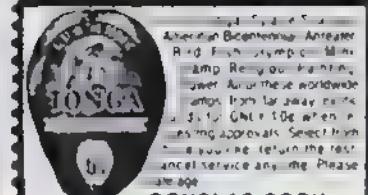
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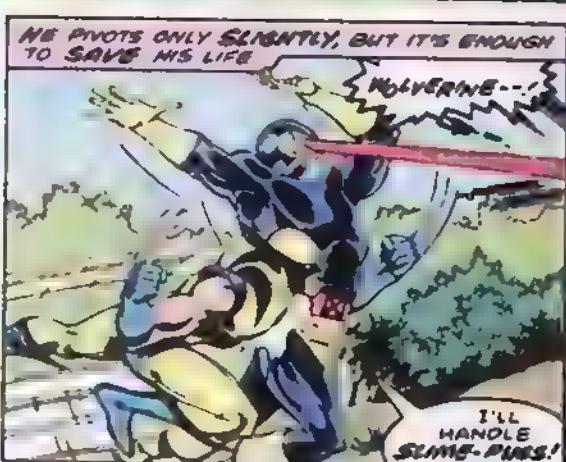
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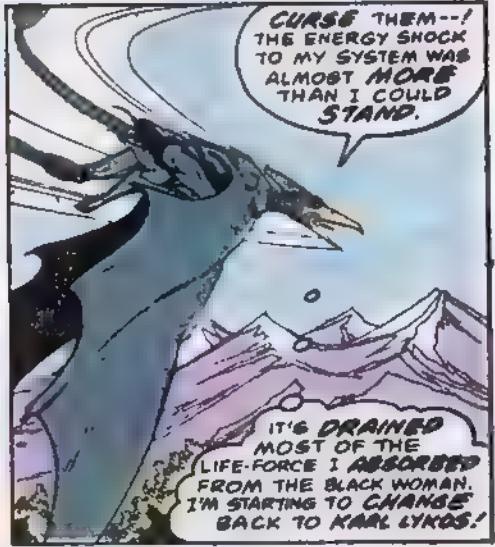
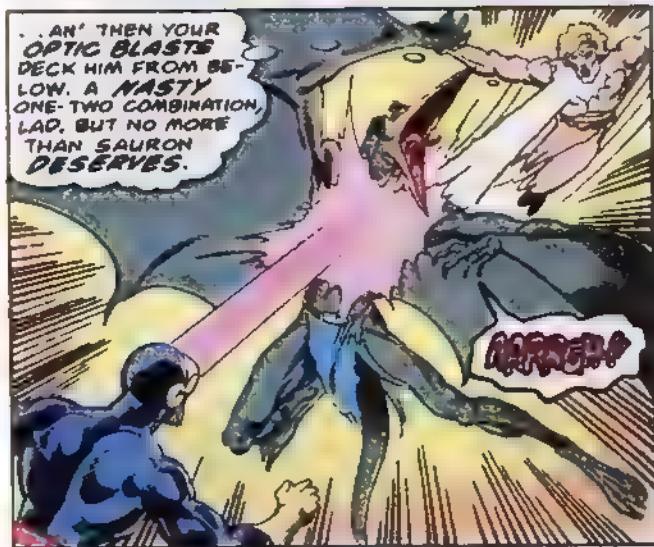
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THE

THE YOUNG RUSSIAN'S BODY STIFFENS IN SILENT AGONY AS HE FEELS HIS VERY LIFE BEING TORN FROM HIM...

COLOSSUS!



SAURON'S FEEDING OFF HIM, LIKE A LEECH!

SOMEWHERE IN PETER RASPUTIN'S BRAIN, A PSYCHIC RELAY CLOSES AND AN AWESOME PHYSICAL TRANSFORMATION BEGINS.

COLOSSUS... CHANGE!



IN HIS PLACE IS THE ARMORED FORM OF COLOSSUS!

SMASH!

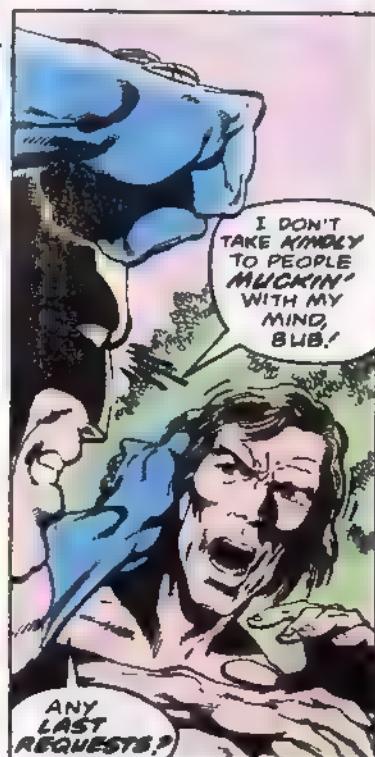
AND, AS CYCLOPS HAD HOPE, THE SUDDEN MASSIVE POWER SURGE IS TOO MUCH FOR SAURON TO WITHSTAND.



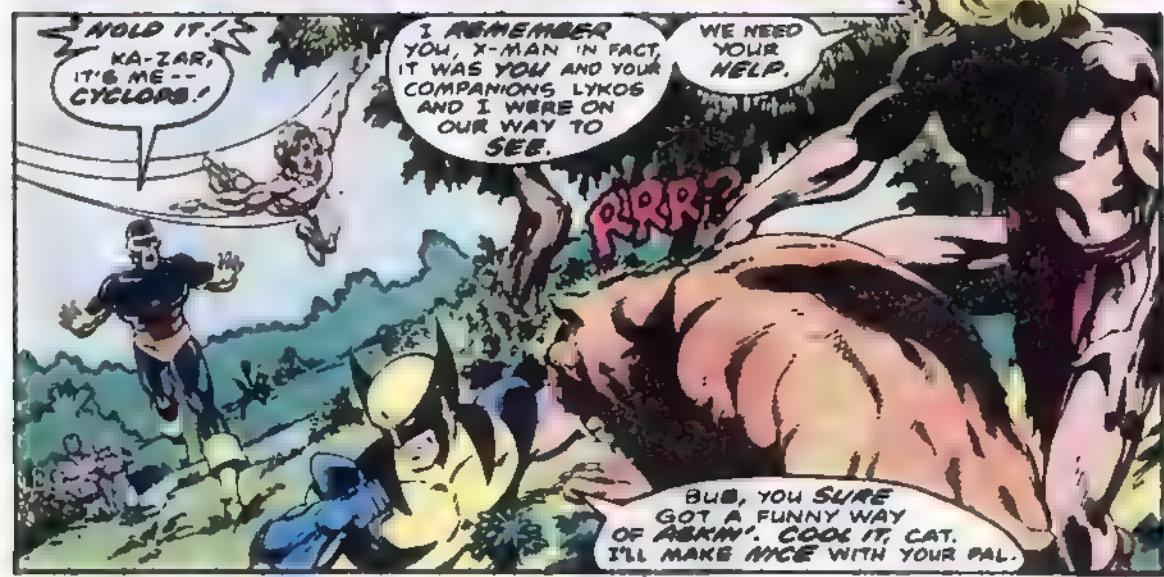
WHAT THE--?!



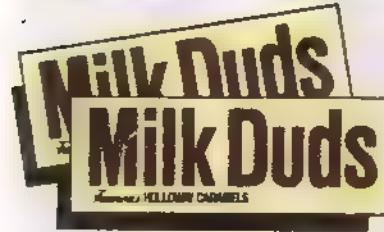
...CHANGING... THANK GOD...



ANY LAST REQUESTS?



HEEL, SUPERDOGS!!! IT'S THE INFAMOUS MILK DUDS SUPERDUDS SWEEPSTAKES!



Superduds of the Universe, take heart! At last our time has come.

No longer will we suffer the scorn of those who would mock our cause.

No longer will we bear the insults of the sniveling superavengers.

Groveling glory-seekers! They have their sweepstakes, and we shall have ours.

The Infamous MilkDuds Superduds Sweepstakes, to be precise.

Just fill out the entry blank, then mail it back to us. And strike a blow for Superduds everywhere.

A MASTERFULLY MENACING SCENE!

To all Milk Duds, Slo Poke, and Black Cow eaters, we offer an opportunity that the misguided followers of superheroes cannot share.

And you shall hear all about it, in due time.

But first, have patience while we tell you of our grand design.

Our design for total domination of the Famous Clark Bar Superhero(Hal!) Sweepstakes.

We shall insist that your entry be accepted in their Sweepstakes. To give you an equal chance at the prizes they offer to their toadies.

We shall use force, if necessary.

TOUR DATE WITH DESTINY!

Now for the spoils of victory. The rich rewards of ruthlessness.

If you should be the first-prize

winner, you and your family (limit of four people) will be flown to New York City and back.

You'll stay for three days and two nights. All expenses paid.

You'll be taken on a personal tour of the Marvel Comics offices, where an artist will draw your image into an upcoming issue of your favorite Marvel Comic.

You'll be part of the action in a famous superhero adventure. You'll be allotted time for such frivolous activities as sightseeing. And, when your comic adventure is published, you'll get 15 copies to bestow upon your family and fraudulent friends.

They'll be awestruck to know a famous person like you.

If you happen to be one of the 20 second-prize winners, you'll get your own Famous Superhero (Bah! Dots!) or Infamous Superdud wristwatch.

You'll have your choice of the cowardly countenances of such witless wonders as Wonder Woman, Superman, Spider-Man, or Batman. Or, for

the enlightened among you, the Joker. The full-color Swiss-made watches would normally sell for \$19.95 to \$23.95.

If you should be one of the 100 third-prize winners, you'll get a year's subscription to the DC or Marvel comic of your choice. The Incredible Hulk, Green Lantern, Wonder Woman, Ms. Marvel, Captain America, Red Sonja, Justice Society, Plastic Man, Thor, you name it. Even that precious poppet, Little Lulu.

GRAND AND GLORIOUS SUPERDUD PRIZE!

And now, faithful followers, we come to the opportunity we promised earlier. In addition to drawings for all those prizes you've just been reading about, everybody who dares to enter the Infamous Milk Duds Superduds Sweepstakes

will automatically be entered in a special drawing. And ten of those people, maybe even you, are going to win splendid Schwinn ten-speed bicycles.

Of course, wrappers from Milk Duds, Slo Poke or Black Cow can also help you get all kinds of super premiums. All of the details are in the Famous Clark Bar ads.

So find yourself a pen or pencil, fill out the entry blank—the rules (alas, we do have rules) say you must print—and mail your entry before November 1, 1978.

It's so easy, even a simple-minded super-do-gooder could do it.



THE INFAMOUS MILK DUDS SUPERDUDS SWEEPSTAKES!

PO Box 55 Chicago, Illinois 60677

RULES
1. To enter type or print clearly your name, address and zip code on this entry blank, or on a plain piece of 3" x 5" paper. You can enter as many times as you want, but each entry must be mailed separately.

2. With each entry send one wrapper from any Holloway or Clark Andy product, or the words "MILK DUDS" printed on a separate piece of 1" x 5" paper. You can send wrappers from Milk Duds, Slo Poke, Black Cow, Clark, Crispy, Zingut, Crispy Light or Peanut Butter Log.)

3. Send entries to Superduds Sweepstakes, Box 55 Chicago, Illinois 60677.

4. Entries must be postmarked by November 1, 1978 and received by November 10, 1978.

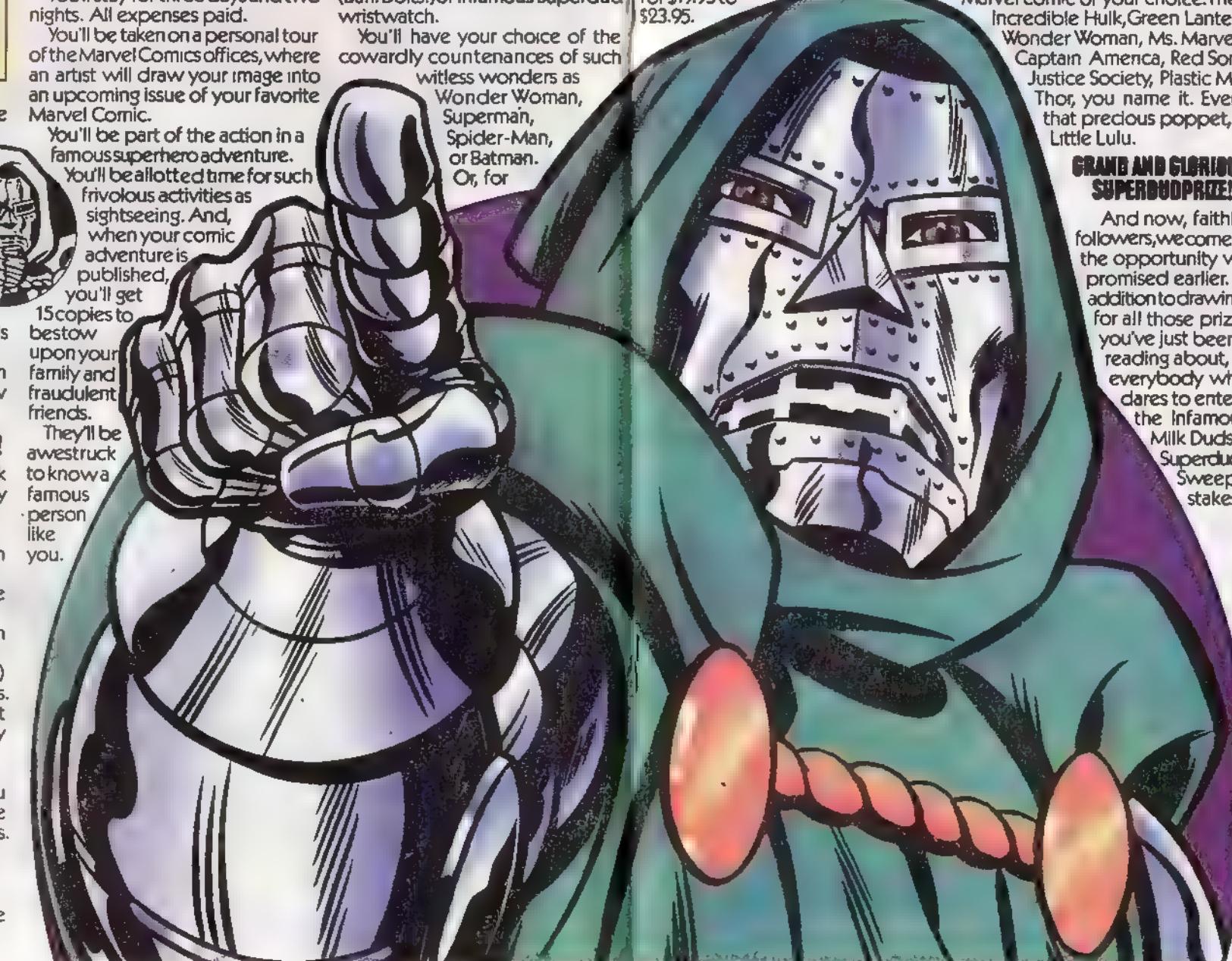
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6. Prizes are non-transferable, and substitution of prizes is not allowed. Only one prize to a family. The odds of winning will be determined by the number of entries received. All prizes will be awarded.

7. This sweepstakes is open to all U.S. residents, except employees and their immediate families of Beatrice Foods, its advertising agencies, and H. Olsen & Company Void in Missouri, and wherever else prohibited by law. Subject to all Federal, state and local laws and regulations.

8. If you want a list of winners, send a separate stamped, self-addressed envelope to Box 46900, Chicago, Illinois 60677.

NAME
ADDRESS
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No longer will we suffer the scorn of those who would mock our cause.

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!! IT'S THE INFAMOUS DUDS SWEEPSTAKES!

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THE INFAMOUS MILK DUDS SUPERDUDS SWEEPSTAKES!

P.O. Box 55 Chicago, Illinois 60677

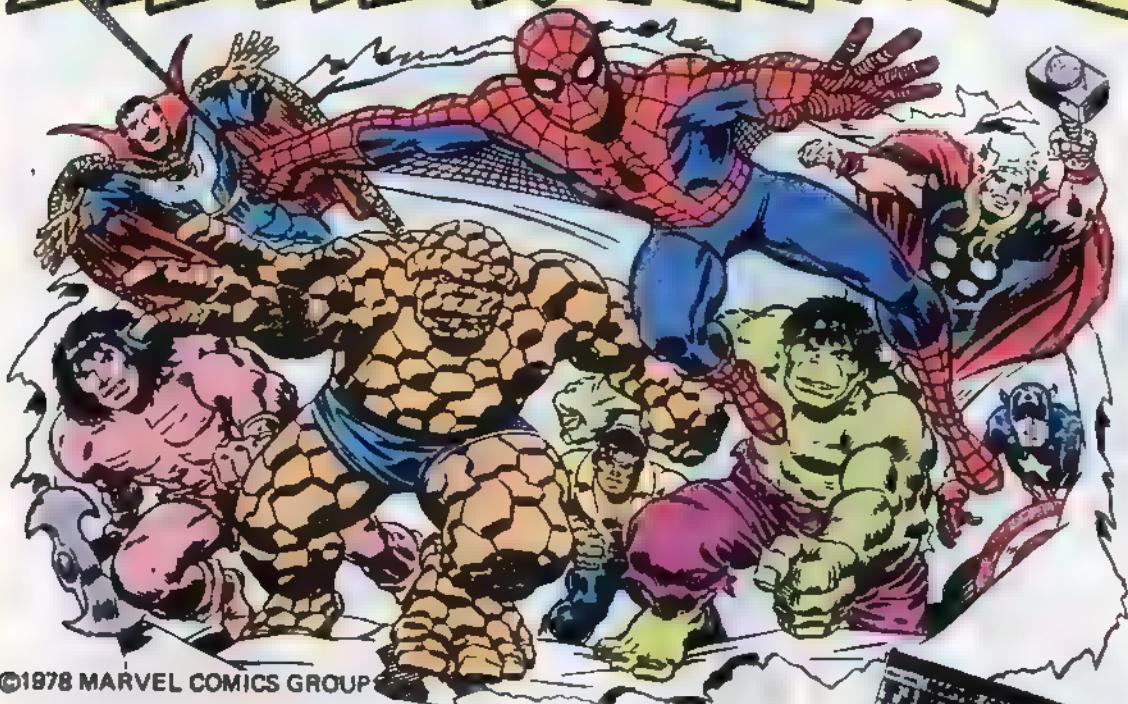
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- 7 This sweepstakes is open to all U.S. residents, except employees and their immediate families of Beatrice Foods, its advertising agencies, and H. Olsen & Company, void in Missouri, and wherever else prohibited by law. Subject to all federal, state and local laws and regulations.
- 8 If you want a list of winners, send a separate, stamped, self-addressed envelope to Box 6750, Chicago, Illinois 60677.

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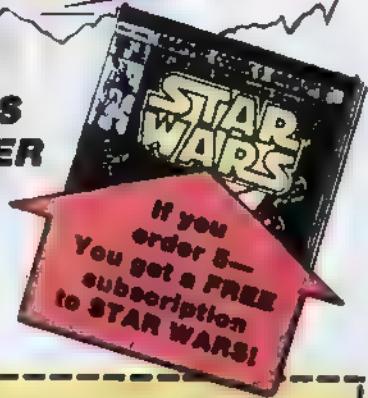
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ROGER STERN
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JIM SALICRUP
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Dear Marvel,

Did you blow it?

X MEN #111, page 2, claims that the Beast only saw the new X Men in pictures. I say you're wrong. In X MEN #94, page 23, Hank saw the X Men on their two-way viewscreen while talking to Professor X.

Tell me if I'm wrong.

Sim Pertuit
1040/Apt. B Magnolia Drive
Westwego, LA 70084

You're wrong, Sim. What Hank saw on the viewscreen were images of the X Men, and another word for image is picture, so we're perfectly within our rights to have Hank state that he only saw the new team in pictures. Better luck next time, pal.

Dear Chris and John,

There have got to be a few adjectives surpassing Wonderful, Electrifying, Superlative, Gorgeous, and Monumental, but I can't think of them right off-hand. Whatever they are, they all describe X-MEN #111 far better than the feeble attempt above! What you two have done is create a masterpiece, and even that falls short of truly expressing how I viewed the book. John, your art did for me what only Neal Adam's renderings—at their best—ever has...and maybe more. The final full page shot of Magneto...Mesmero confronting the Beast—that was incredibly hypnotic, mesmerizing even!—Wolverine breaking his chains... (Neal who?). . . the Beast's contemplations on Page 14...Jean Grey awakening from her trance to lash out as Phoenix. WOULD YOU BELIEVE THE ENTIRE MAG??!!?!! And lest he think he's been forgotten—Dave, wherever you are, your cover made me VERY grateful that the proprietor of the newsstand I buy from is understanding, 'cause it dazzled me so much I almost walked away without paying for the darned comic! (As it is, he stared after me with troubled eyes, after all, I doubt that he sees too many young women walk away from his stand with their tongues dragging on the ground!) Chris, . . I take back all the mean things I've said to you, or even thought about you! More of the blame for a comic's wrong-doing probably falls on your head than on your artists—and I've griped at you enough to know—but this one, well, anybody who doesn't like your writing is going to answer to me! (All five foot three of me! Hey, it can't be too easy for Wolverine to find a gal shorter than him, so how about . .) To both of you JUST KEEP DOIN' IT!

Ms. T. J. Morgan
San Bern (Byrnel) adino, CA

We will, Ms. Morgan.

Dear Chris, John and Terry,

Ever read Kafka? The ordinary world, the world that we live in every day and love for its familiarity, is disturbingly changed in his novels, the things we know become nightmarish, contorted and surreal. And the chilling aspect of this is that no matter how nightmarish something becomes, we can still recognize it. In Kafka's dark mirror, we can still perceive the original calm life we know, and the terror lies in seeing how easily the distorted and evil reflection was formed from our original.

The utilization of this aspect of Kafka is what makes X MEN #111 so shattering. Claremont's brilliant characterizations have ensured that we know the X-Men after these past two years, and we care about them. Claremont hasn't just shown us what the X-Men do, he has let us share it with them. Christmas shopping and parties at Danny Rand's as well as intergalactic adventures. So, when this world so familiar to us is twisted by the machinations of Mesmero, we are not only chilled by the perversity of this act, we are disturbed because we can still perceive the original in the dark mirror.

Miz Destiny, "Slim" Summers. Jean and Scott could have become these people in another life, and Scott in fact carried the nickname "Slim" in the earliest issues of the X MEN. "Slim" and Miz Destiny possess a slight romance reminiscent of those early fumbling of Scott and Jean. Meanwhile, Ororo, Wolverine and Nightcrawler have been reduced to their bare essentials, their surface characteristics. If they had become true monsters, the effect would not have been so great—but here in X MEN, things are different, or X Men are themselves, yet they are different people entirely. And the difference is frightening.

Mesmero's humbling of the X-Men was at its most striking when Wolverine menaced Miz Destiny. Her reply "I'll do whatever ya want. Only don't hurt me, please!" This, friends, is scary. All the women of the X Men are such striking individuals, particularly Jean. To see her so quickly abdicate her selfhood in the face of danger is really chilling.

Speaking of chilling, as I seem to be doing, Magneto really has a way with those last page revelations, doesn't he? His appearance here was typically chilling and gives the issue as a whole a terrible sense of finality.

John's artwork was at its most striking and evocative, reaffirming his position as one of the top illustrators at Marvel, or anywhere. What a joy it's been to watch talents like John (and George Perez and Barry Smith, as well) evolve from drawing Marvel's second-string features into creating some of the most superb graphics in comics today. And Terry Austin is perhaps his best embellisher. Austin, unlike many inkers, realizes that there are no straight lines in nature. His lines describe their characters lyrically, gracefully, sweeping in and easing on with both power and delicacy. To put it simply, them fellers Byrne and Austin are an impressive pair.

But enough lyrical and high falutin' praise. Let me say about X MEN #111 what I really want to say. GODAMIGHTY, IT WAS INCREDIBLE, IT WAS FANTASTIC, I COULDN'T BELIEVE IT, WITH THE SCRIPTING, AND THE ART, AND I CAN'T WAIT TILL IT GOES MONTHLY, LIKE, AMAZING, LOOK, LOOK AT THIS COMIC, THIS TOTALLY SUPERB COMIC, I MEAN. . . !!!!!

Brian Nelson
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EVEN SO, THE AIR IS THICK WITH TENSION WHEN EVERYONE GATHERS IN THE VILLAGE COUNCIL HOUSE. STORM AND WOLVERINE STILL LOOKING DAGGERS AT KARL LYKOS ACROSS THE FIRE



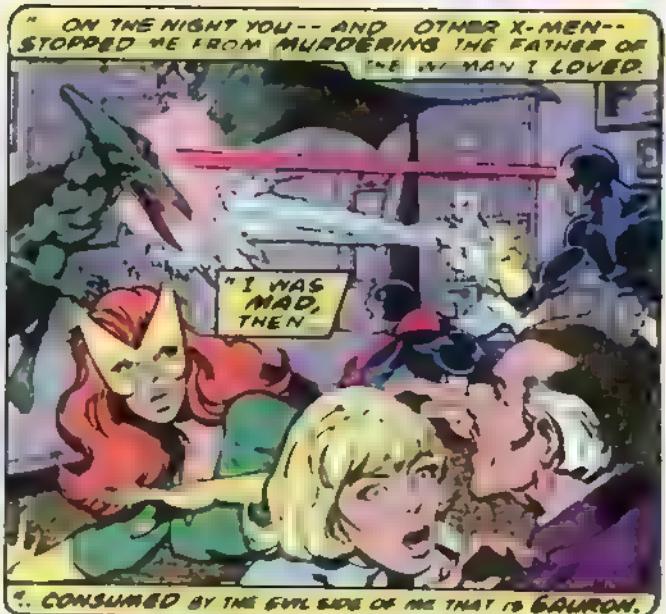
YOU SAID YOU NEED OUR HELP, KA-ZAR. WE'RE WAITING FOR AN EXPLANATION

THE STORY BEGINS WITH ME, CYCLOPS...



ON THE NIGHT YOU -- AND OTHER X-MEN -- STOPPED ME FROM MURDERING THE FATHER OF THE MAN I LOVED.

.. CONSUMED BY THE EVIL SIDE OF ME THAT IS GAVRON.



BUT TANYA -- MY DEAR LOVE FOUND ME FIRST

RATHER THAN SURVIVE BY TAKING HER LIFE

YOU SAW ME FALL INTO THAT SEEMINGLY BOTTOMLESS CHASM. YOU DIDN'T SEE ME LAND -- SEMI-CONSCIOUS -- ON A SMALL LEDGE A FEW METERS BELOW THE TIP

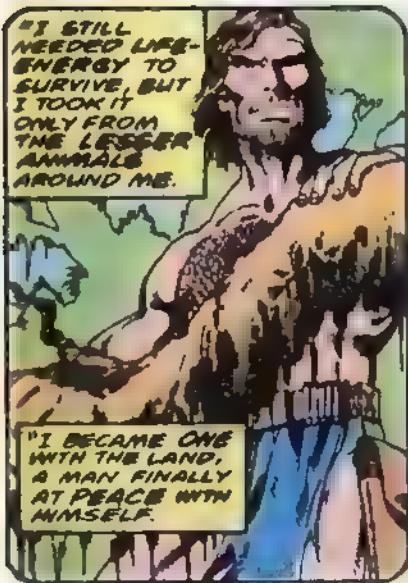
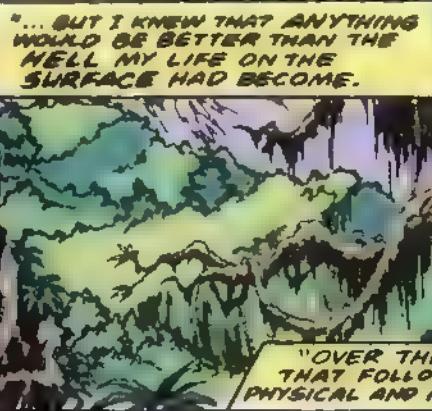
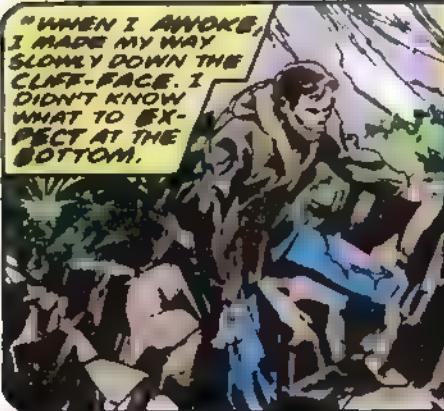
"TO DENY THAT EVIL I FLED."

HALF-WAY 'ROUND THE WORLD, TO TIERRA DEL FUEGO I HOPED TO DIE THERE



I TRIED TO TAKE MY OWN *

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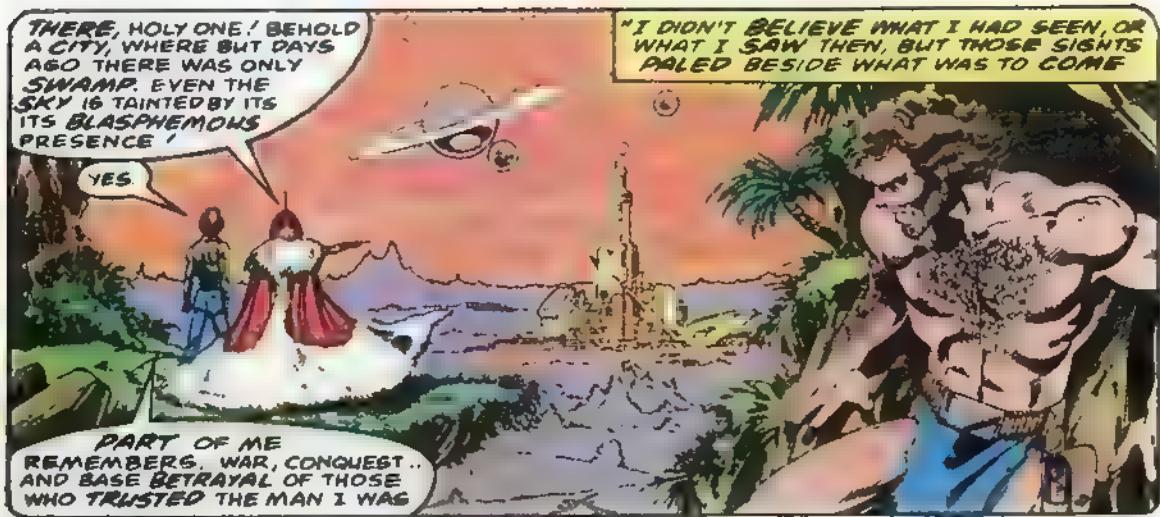
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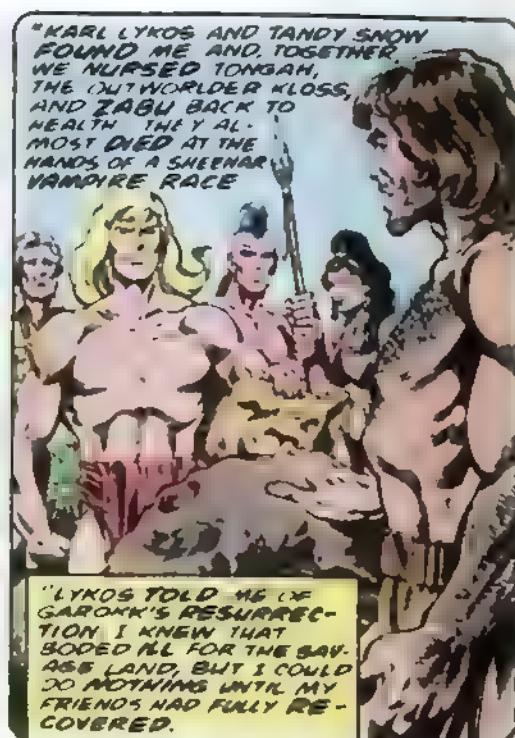
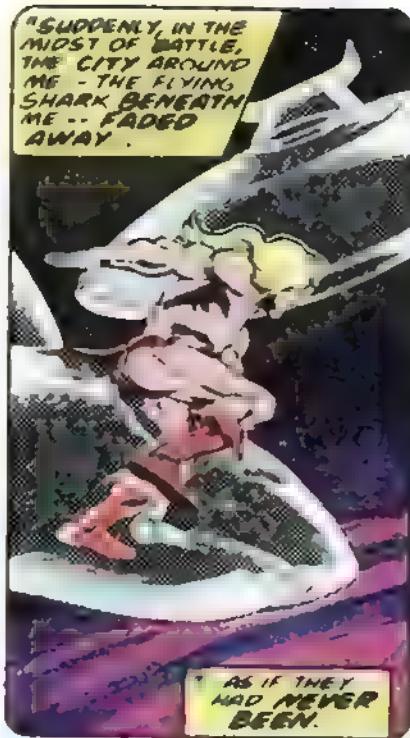
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BULLPEN BULLETINS

STAN'S SOAPBOX

Well, I guess there isn't a comicbook fan or a television watcher who hasn't caught a few of the Spider-Man or Hulk prime time TV shows by now. In the past few months I've received countless letters asking for my own opinion of these Marvel media cultural breakthroughs! And, since you've bothered to ask the least I can do is help to obfuscate the issue with my own cryptic comments and cogent critiques. Naturally, as you may have guessed, I'd be happier if the shows hewed closer to our original comic book story lines and yet I'm aware of the reasons which caused the networks and the producers to make so many changes. Basically, they were afraid the shows would seem too "comicbooky" if they were presented exactly the way you see the stories in our own magnificient mags. The changes in both Spidey and the Hulk were made in an effort to mold the shows closer to the format of most other TV mystery and action dramas. My own personal feeling is that it would be better to take the opposite approach and make them as different as possible. However I must say that both Universal Studios (the producers of the Hulk), and Danchuck Productions (who do Spider-Man), have consistently striven to make their series intelligent, adult, and true to the basic spirit of the magazines themselves. I'm sure you can tell that neither series is done in a "camp" manner nor have our characters been burlesqued or treated in a comball way. Both the acting and direction have been first rate, and production standards have been as high as any other prime time show. Since I function as consultant to our TV series, the producers and I really do discuss the stories and kick all sorts of ideas around, and I'm happy to tell you that they're slowly but surely beginning to come around to our way of thinking. As more and more Marvel shows begin to hit the airwaves, you'll notice that they'll begin to get closer to the original flavor and feeling of the offbeat Marvel style. And now, a word about another new Marvel TV project. Starting early in September (consult your TV listings for exact time), NBC will be presenting the Fantastic Four in cartoon form on its network Saturday mornings. Most of the basic stories will be Bullpen produced, and the animation is being done by the award winning DePatie Freleng Studios who also bring you the Pink Panther and many other famous cartoon series. Give 'em a look in -- we think you'll like what you see. In future issues, I'll tell you more about our burgeoning television and movie plans, but now it's time to get back to the real world -- namely the pages of mighty Marvel!

Excelsior!

Stan

ITEM! We told him not to try it but he wouldn't listen. With a resolute shrug of his broad shoulders, Gigantic JIM SHOOTER began a most a year ago to guide the Avengers through a ten part epic saga intended to stand as a true achievement in comics art. Now many trials, tribulations, product on problems and I told you so later, despite all the slings and arrows of outrageous fortune cast by unrelenting Fate at last it's finished! As it turned out, it took practically the whole blamed Bullpen pitching in to pull it off but big Jim managed to coordinate the effort somehow, and preserve the creative thrust of the tale as originally conceived. So let the banners fly and the trumpets blare for issue #177 of THE AVENGERS marks the soul searing conclusion of the story begun in issue #167! We've already read it, and believe us, it's a shocker! In fact we figure there's bound to be more than a little controversy over the startling climax of this magnum opus. Some say Shooter has dared too much even for mighty Marvel but as always the final verdict is in your hands. Pick up your copy (it's on sale now), and tell us what you think.

ITEM! Granted, every month seems to be stuffed full of special inserts and super surprises from the House of Ideas but this little happening has to be the biggest yet! Marvel Comics passes a Major Milestone this month with issue #200 of the magazne that started it all -- THE FANTASTIC FOUR! Issue 200 on sale the third week in August also marks the 17th anniversary of the advent of the Mighty Marvel Age of Comics. To celebrate, we've pulled out all the stops and made this landmark issue twice the normal size with double the action and thrills. Marvelous MARV WOLFMAN, Creative KEITH POLLARD and Joinin' JOE SINNOTT crafted it with care and respect and all of us at Marvel are very proud of their fine effort. More, we're proud of what it represents - namely the hard work, love and caring that has brought us a so far since the glorious day that Stan and Jack gave form and substance to their epochal ideas. To them and to you our faithful following without whom we'd be nothing. Our deepest thanks and our promise to carry on the fine tradition left to us. If you can only buy one comic this month, join our celebration and plunk down your 60¢ for F.F. #200 -- still the World's Greatest Comics Magazine!

ITEM! The world has watched and waited in breathless anticipation to these several months since DAVID MICHAEL NIEVE arrived on the Marvel scene for the Deliberate One to pick up his first regular series. Now it can be told that with issue #116 of IRON MAN, on sale now, Dave joins John Romita Jr. and Bob Layton to chronic the monthly adventures of our favorite Armored Avenger. We've learned to expect the unexpected from Dave but we have to admit that he absolutely blew our minds on page seven with a start no one ever dreamt that had us checking to see if we weren't reading an issue of WHAT IF? by mistake! Nope, it's real friends and believe us, it's something you've got to be there to be leu. So be there!

ITEM! The other day, earnest ERNIE CHAN stopped by the hallowed halls bearing an enormous envelope full of inked CONAN pages. As the millions of Marvel Assemby oohed and aahed in admiration, Ernie gently mentioned that by the way, he'd have been in a bit sooner except for the arrival on April 25th of his new baby girl, CLEO CARON CHAN! After proper fuss and we all allowed as to how it was okay to be a bit late with the Conan job under the circumstances especially since, in a month or so, we figure Captivatin' Cleo will be inking backgrounds for her doting Daddy!

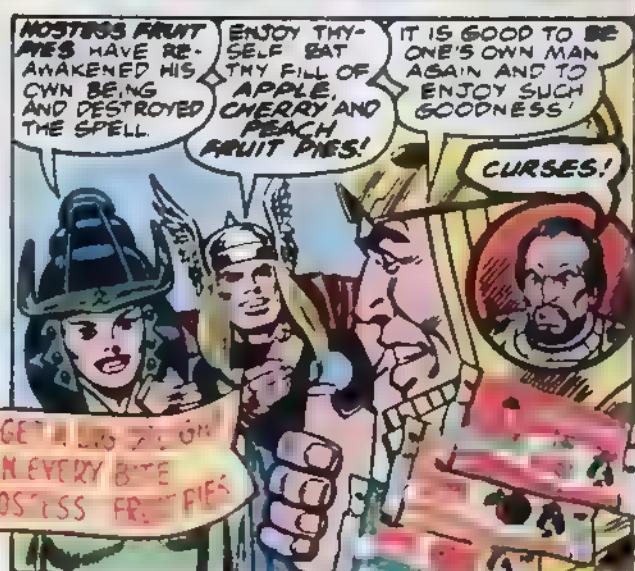
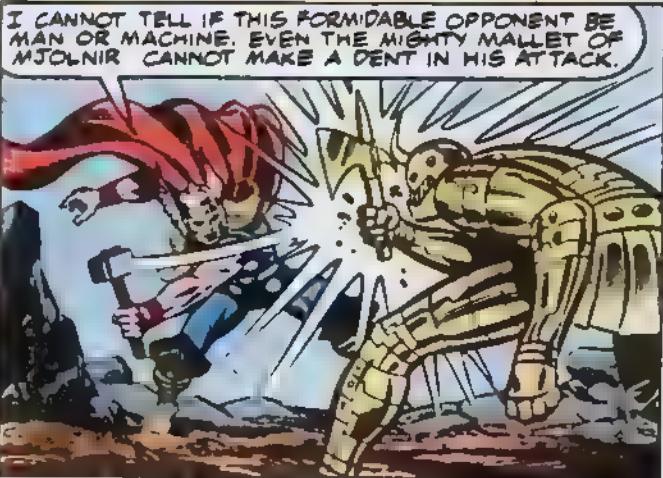
ITEM! By the way, for those who are wondering where boisterous BILL MANTLO has vanished to after his stellar stint on Iron Man rest assured that he hasn't gone far. Bill set Iron Man aside to work with Magician MIKE GOLDEN on our latest and possibly greatest project -- THE MICRONAUTS! You'll be hearing lots more about them very soon!

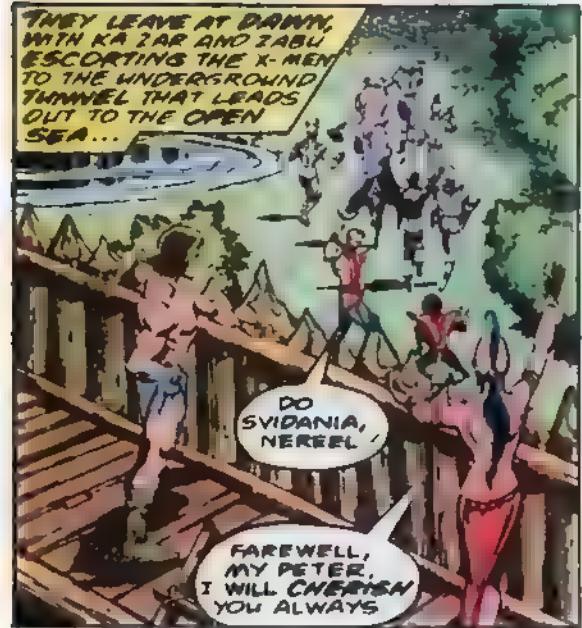
As this column was being written word arrived that on May 7th, long time DC Comics editor Mort Weisner passed away. To his family, friends our sincerest condolences.



ITEM! Everyone suspected it was coming all along and yet Delightful DAVE COCKRUM and Pulpititudinous PATY still managed to surprise most of the Bullpenners with the announcement of their wedding April 28th! Dave assured us that the issue of Ms. MARVEL he's pencilling will come in right on time anyway but ace Production Chief, Lillian LENNY GROW is arranging a week's extension just in case! After all, Dave can be excused for having other things on his mind for a while, and besides, judging from the overwhelming raves his previous Ms. M effort brought, this one should be worth the wait! If you hurry down to your newsstand, if you're lucky you may still be able to latch on to issue #20 and if you're smart, come early September, you'll be first in line among the art lovers to pick up the next spectacular issue! Don't miss it!

THOR--IN GOOD OVERCOMES evil!





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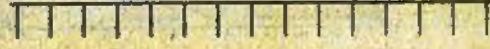
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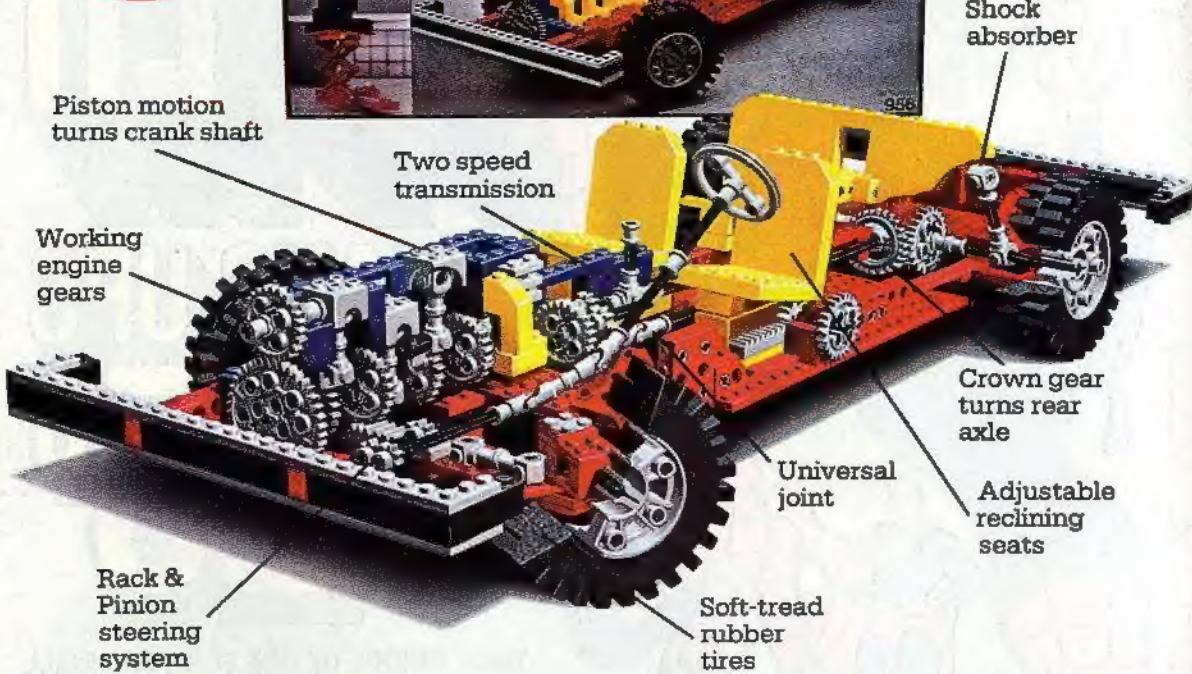
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